

RECORDATION NO. 6220-a Filed & Recorded

DEC 5 1971 - 8 50 AM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

Chemical Bank, as Trustee (hereinafter called the Trustee) under the Equipment Trust Agreement dated as of July 1, 1971 (hereinafter called the Equipment Trust Agreement), between the Trustee and ACF Industries, Incorporated, a New Jersey corporation (hereinafter called the Company), in consideration of the sum of One Dollar and other good and valuable consideration paid by the Company, receipt whereof is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Company and its successors and assigns the units of railroad equipment described in Exhibit B annexed hereto and hereby made a part hereof, to have and to hold all and singular such units to the Company and such successors and assigns for its and their own use and behoof forever.

This Bill of Sale is made without recourse to the Trustee for any reason whatsoever and without representation of warranty of any kind by the Trustee.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed in its name this 19th day of November, 1971.

CHEMICAL BANK

BY J. H. Hining

TRUST OFFICER

(Corporate Seal)

Attest:

S. J. Greene, Jr.  
Assistant Secretary

EXHIBIT B

Description of Released Equipment

42 Tank Cars Put Into Use On Or After December 1, 1970

<u>QUANTITY</u>	A.A.R. MECHANICAL DESIGNATION <u>CODE</u>	<u>INITIALLED ACFX AN NUMBERED</u>
1	TL	83550
20	TMI	83695-83714
21	TM	83716-83736

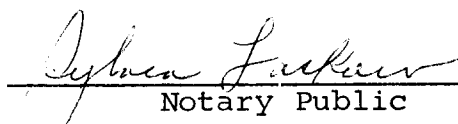
85 Center Flow Covered Hopper Cars Put Into Use On Or After March 1, 1971

<u>QUANTITY</u>	A.A.R. MECHANICAL DESIGNATION <u>CODE</u>	<u>INITIALLED ACFX AND NUMBERED</u>
85	LO	55370-55454

STATE OF NEW YORK )  
: ss.:  
COUNTY OF NEW YORK )

On this *29<sup>th</sup>* day of November, 1971, before me personally came J. J. Fleming, to me known, who, being by me duly sworn, says that he is TRUST OFFICER of CHEMICAL BANK, that the seal affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

(Notarial Seal)

  
Notary Public

SYLVIA LASKOW  
Notary Public, State of New York  
No. 24-7439995  
Qualified in Kings County  
Cert. filed in New York County  
Commission Expires March 30, 1972